

1 DAVID M. POITRAS – Bar No. 141309
SUSAN K. SEFLIN - Bar No. 213865
2 JESSICA S. WELLINGTON - Bar No. 324477
BG LAW LLP
3 21650 Oxnard Street, Suite 500
Woodland Hills, CA 91367
4 Telephone: (818) 827-9000
Facsimile: (818) 827-9099
5 Email: dpoitras@bg.law
sseflin@bg.law
6 jwellington@bg.law

7 Proposed Attorneys for Chapter 11 Debtor and
Debtor in Possession

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **SANTA ANA DIVISION**

11 In re
12 Mash Studios, Inc.,
13

Case No. 8:24-bk-11048-TA

Chapter 11

**DEBTOR'S NOTICE OF EMERGENCY
MOTION AND EMERGENCY MOTION
FOR AUTHORITY TO: (A) USE CASH
COLLATERAL ON AN INTERIM BASIS
PENDING A FINAL HEARING; (B)
GRANT REPLACEMENT LIENS; AND (C)
SET FINAL HEARING; MEMORANDUM
OF POINTS AND AUTHORITIES [11
U.S.C. § 363 AND FEDERAL RULE OF
BANKRUPTCY PROCEDURE 4001]**

*Declaration of Lisa Boardman Filed
Concurrently Herewith*

Hearing:

Date: April 26, 2024
Time: 11:30 a.m.
Place: Courtroom 5B - Via Zoom.gov only
411 West Fourth Street
Santa Ana, CA 92701

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1 **TO THE HONORABLE THEODOR C. ALBERT, CHIEF UNITED STATES**
2 **BANKRUPTCY JUDGE, SECURED LENDERS, CREDITORS HOLDING THE TWENTY**
3 **LARGEST UNSECURED CLAIMS, AND THE OFFICE OF THE UNITED STATES**
4 **TRUSTEE:**

5 **PLEASE TAKE NOTICE** that a hearing will be held on April 26, 2024 at 11:30 a.m. via
6 Zoom.gov only before the Honorable Theodor C. Albert, Chief United States Bankruptcy Judge for
7 the Central District of California, for the Court to consider the motion (the “Motion”) filed by Mash
8 Studios, Inc., the chapter 11 debtor and debtor in possession herein (the “Debtor” or “Studios”), for
9 entry of interim and final orders authorizing the Debtor to use cash collateral to pay the Debtor’s
10 ordinary and necessary expenses set forth on the budget (the “Budget”) attached hereto as **Exhibit**
11 **A**. The proposed order on the Motion is attached hereto as **Exhibit B**.

12 The Debtor has one secured creditor that assert a lien upon the Debtor’s “cash collateral” as
13 that term is defined in 11 U.S.C. § 363(a). The U.S. Small Business Administration (“SBA”) is
14 owed approximately \$2 million pursuant to an SBA loan and has a security interest in all of the
15 Debtor’s assets. The SBA appears to have perfected its security interest by recording UCC-1
16 financing statements with the California Secretary of State.

17 The Debtor is a California corporation formed in 2002 and designs bespoke office furniture
18 for large corporations. The Debtor works closely with its affiliate MASHindustries, Inc.¹
19 (“Industries” and collectively, with the Debtor, the “Debtors”). Industries was formed in 2013 and
20 specializes in custom commercial furniture manufacturing and architectural millwork. Industries
21 primarily sells its furniture and millwork to general contractors and building developers, but it also
22 supplies to the Debtor where appropriate.

23 The Debtor’s upcoming May 3, 2024 payroll must be funded to its pay check servicer
24 Paychex Payroll Service (“Paychex”) by no later than Wednesday, May 1, 2024, and the Debtor’s
25 premium payment on its workers’ compensation insurance is due no later than April 30, 2024.
26 Furthermore, the Debtor has seven employees including one that is traveling and the Debtor cannot

27
28 ¹ Studios filed its own chapter 11 case, Bankr. Case No. 8:24-bk-11048-TA, along with the Debtor’s
chapter 11 filing. The Debtor and Studios have concurrently filed a motion for entry of an order
jointly administering the two cases.

1 go more than two days without having use of its cash collateral to pay ordinary operating expenses.

2 The SBA is secured by all of the Debtor's assets, as well as by a personal guaranty from the
3 Debtor's sole shareholder, Bernard Brucha. As additional adequate protection of its interest in the
4 cash collateral, the SBA will be granted replacement liens upon all postpetition assets of the
5 Debtor's estate (except any "Avoidance Actions" arising under sections 544, 545, 546, 547, 548,
6 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority
7 as its liens upon the Debtor's prepetition assets. While the Debtor is hopeful that the secured
8 creditor will consent to use of cash collateral, in the event that the SBA does not consent to such use,
9 the Debtor believes that its liens will be adequately protected by an equity cushion, the replacement
10 lien and the Debtor's continued business operations.

11 The Debtor's assets include, but are not limited to, accounts receivable, inventory, existing
12 contracts, cash, deposits, furnishings, fixtures and equipment, with an estimated fair market value of
13 approximately \$7 million. This leaves the SBA with an equity cushion of approximately 350%.

14 It is imperative that the Debtor obtain immediate Court authority to use cash collateral in
15 order to avoid immediate and irreparable harm to the Debtor's business. The Debtor must be able to
16 fund its next payroll in order to avoid a mass exodus of the Debtor's employees and the
17 corresponding harm to its business², and the Debtor must timely pay its workers' compensation
18 policy, which payment is due no later than April 30, 2024.

19 **PLEASE TAKE FURTHER NOTICE** that if you wish to object to the relief sought by the
20 Motion, you must appear at the hearing and file any responsive pleading in accordance with the
21 deadline set forth in the accompanying Notice of Emergency Motions. Your failure to timely object
22 may be deemed by the Court to constitute consent to the relief requested herein.

23 **PLEASE TAKE FURTHER NOTICE** that the Motion is based on this Motion and
24 attached Memorandum of Points and Authorities, the concurrently filed Declaration of Lisa L.
25 Boardman and evidence appended thereto, the arguments of counsel and other admissible evidence
26 properly brought before the Court at or before the hearing on this Motion.

27
28 ² The Debtor must fund its payroll by 2:00 p.m. Wednesday, May 1, 2024 in order to ensure that its employees are paid by Friday, May 3, 2024.

WHEREFORE, the Debtor respectfully requests that this Court enter an order granting the Motion in its entirety and:

1. Authorizing the Debtor to use cash collateral to pay all of the expenses set forth in the Budget;

2. Granting the SBA as adequate protection of its prepetition collateral and cash collateral, replacement liens upon all postpetition assets of the Debtor's estate (except any "Avoidance Actions" arising under sections 544, 545, 546, 547, 548, 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority as its liens upon the Debtor's prepetition assets;

3. Authorizing and directing the applicable banks and other financial institutions to receive, process, honor and pay all checks presented for payment and to honor all electronic payment request made by the Debtor relating to its May 3, 2024 payroll (and to any other post-petition transaction);

4. Scheduling a final hearing on this Motion; and

5. Granting such other and further relief as the Court deems just and proper under the circumstances.

DATED: April 25, 2024

BG Law LLP

By: /s/ Susan K. Seflin
Susan K. Seflin
Proposed Attorneys for Chapter 11 Debtor
and Debtor in Possession

MEMORANDUM OF POINTS AND AUTHORITIES

I. FACTUAL BACKGROUND

A. General Case Background

1. On April 24, 2024, Mash Studios, Inc. (“Studios” or the “Debtor”) filed a voluntary petition for relief under subchapter v of chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”). The Debtor continues to operate its business and manage its affairs as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or committee has been appointed in the Debtor’s chapter 11 case.

2. Concurrently with the filing of the Debtor’s bankruptcy petition, the Debtor’s affiliate MASHindustries, Inc. (“Industries” and collectively, with the Debtor, the “Debtors”) filed its own chapter subchapter v chapter 11 bankruptcy proceeding, styled *In re Mash Studios, Inc.*, Bankr. Case No. 8:24-bk-11046-TA. Concurrently with the filing of this Motion, the Debtors have filed a motion for joint administration of their bankruptcy cases.

B. Description of the Debtor’s Business

3. Studios, a California corporation, was formed in 2002 by Bernard Brucha and Mr. Brucha is the sole shareholder of Studios. Studios designs custom office furniture for large corporations such as Nike, Chanel and Google. In 2013, one of Studios suppliers went out of business and Mr. Brucha formed Industries to acquire those assets to begin a furniture and millwork manufacturing business. Mr. Brucha is the sole shareholder of Industries.

4. Industries manufacturing operations are located at 7150 Village Drive, Buena Park, California (the “Buena Park Property”). Industries employs approximately 34 people and Studios has 7 employees. Industries’ website is www.mashindustries.com and Studios’ website is www.mashstudios.com.

5. For the fiscal year 2023, Industries’ gross revenue was \$5,001,733 and Studios gross revenue was \$9,066,031. Prior to Covid in 2020, the Debtors’ combined business were historically profitable. Along with the commercial office market in general, the Debtors’ businesses were hit extremely hard by the Covid pandemic, with new orders greatly reduced for 2020 through 2023. The Debtors’ businesses have begun turning the corner in 2024 and the Debtors reduced their

1 overhead greatly by laying off approximately 30 employees, and closing Studios' headquarters and
2 showrooms. Industries has approximately \$12 million in new orders on the books, and Studios has
3 approximately \$6 million in new orders on the book. The Debtors are projecting a return to
4 profitability in April or May 2024.

5 **C. The Debtors' Management Structure**

6 6. Both of the Debtors are California corporations. Bernard Brucha is the founder, Chief
7 Executive Officer, and principal of both Debtors, and he is the sole shareholder of both Debtors.

8 7. Lisa Boardman is the Chief Operating Officer and Chief Financial Officer for the
9 Debtor. Ms. Boardman has extensive knowledge regarding the Debtor's day-to-day operations and
10 finances.

11 **D. The Debtor's Prepetition Lender**

12 8. The Debtor's prepetition lender is the U.S. Small Business Administration (the
13 "SBA" or "Lender"). As of April 23, 2024, the Lender is owed \$2 million pursuant to an SBA loan
14 agreement, promissory note and security agreement. The Lender appears to have perfected its
15 security interest by recording a UCC-1 financing statements with the California Secretary of State.
16 Attached as **Exhibit C** hereto is a recent UCC search setting forth all liens against the Debtor. Other
17 than the Lender, the only secured claims asserted against the Debtor are equipment liens.

18 **E. Circumstances Impacting the Debtor's Operations and Reason for the**
19 **Bankruptcy Filing**

20 9. Prior to February of 2024, Industries and Studios did not have the same address.
21 Studios had studios and offices in Los Angeles, and Industries occupied the Buena Park Property.
22 As part of their effort to reduce expenses, Studios gave up its offices and studios in Los Angeles in
23 February of 2024, and now Studios' employees either work from home or at the Buena Park
24 Property as necessary. Although Industries has always occupied the Buena Park Property with its
25 manufacturing facility, Studios is the named tenant on the lease. In 2023, Industries began having
26 problems timely paying the rent of \$86,000 a month on the Buena Park Property and as of the

27 ///

petition date, the Debtors are seven months behind on rent though they have paid March and April 2024 rent.³

10. On January 10, 2024, Buchanan Street Partners (BSP”), the landlord for the Buena Park Property, served Studios with a three day notice to pay rent or quit. While the Debtors responded to the three-date notice with a payment plan proposal, the Debtors were not able to make the full payment and their payment plan was rejected by BSP. Thereafter, on February 16, 2024, BSP filed an unlawful detainer action and obtained a writ of possession for the Buena Park Property. On Friday, April 19, 2024, Studios was served with a *Notice to Vacate* the Buena Park Property on or before April 25, 2024 at 6:01 a.m. including Industries’ manufacturing facility (the “Facility”) located at the Buena Park Property. The Facility is a 77,000 sq. ft. manufacturing facility, houses valuable equipment, and is vital to the Debtor’s ongoing operations and return to profitability. Industries’ thirty-four employees work out of the Facility and being locked out of the Facility by the Sheriff would have decimated Industries’ business and operations and interfere significantly in Studios’ operations. Industries intends to relocate its manufacturing operations to a smaller facility, hopefully within 120 days of the Petition Date, and proposes to pay BSP postpetition rent at the contract rate from the petition date through the date that it vacates the premises.

11. Combined, the Debtors have outstanding debt of approximately \$7 million [\$2.5 million in secured debt (SBA loans during Covid) and approximately \$4.5 million in unsecured trade debt (including the BSP debt)]. The Debtors intend to file a joint chapter 11 reorganizing plan to resolve these debts in their chapter 11 cases.

12. Without the chapter 11 cases, all manufacturing would cease indefinitely due to the BSP writ of possession, and Industries would be forced to liquidate. Through their chapter 11 cases, the Debtors can remain as a going concern and keep 41 employees employed, and project significant recoveries to their creditor constituencies through the chapter 11 plan process.

13. Without the filing of this bankruptcy and obtaining use of cash collateral, the Debtors’ businesses would have been crippled by a complete shutdown of the Facility.

³ The landlord holds a security deposit in the amount of \$268,275.53, which it apparently has not applied to the outstanding balance.

1 **II. THE BUDGET**

2 The Debtor estimates that its assets currently have a value of approximately \$7 million. The
3 Debtor's cash, accounts receivable and inventory total \$2.5 million as of the petition date, and the
4 Debtor's other assets (including existing contracts, deposits, furnishings, goodwill, fixtures and
5 equipment) have a value of approximately \$4.5 million. Additionally, the Lender has a personal
6 guaranty against the Debtor's owner Bernard Brucha.

7 As set forth above, the Debtor commenced this case based on the pending notice to vacate
8 the Buena Park Property, which would cause Industries to immediately stop all of its business
9 operations, which would have a waterfall effect on the Debtor as part of the businesses overlap. As
10 illustrated by the budget ("Budget") attached hereto as **Exhibit A**, the Debtor will be able to operate
11 cash flow positive post-petition. The Budget sets forth the minimum requirements of the Debtor to
12 operate its business to accomplish a successful reorganization for all creditors. The Budget does not
13 contemplate any "extraordinary" or "luxury" expense. The Budget therefore contains the Debtor's
14 basic requirements for operations and is reasonable.

15 The Debtor will not pay any insider salaries (which are highlighted on the Budget) until the
16 time period has passed with respect to the Insider Comp Notices served in accordance with the local
17 rules.

18 Although the Budget represents the Debtor's best estimate of the necessary expenses
19 associated with the business, as the ebbs and flows of the Debtor's business are unpredictable, the
20 needs of the business may fluctuate. Therefore, the Debtor requests Court authority to deviate from
21 the total expenses contained in the Budget by no more than 15%, on a cumulative basis, and to
22 deviate by category (provided the Debtor does not pay any expenses outside of any approved
23 categories) without the need for further Court order.

24 In order for the Debtor to operate its business in accordance with the Budget and to fund the
25 upcoming May 3, 2024⁴ payroll, the Debtor must be able to use the revenues that are paid to it.
26 Furthermore, the Debtor's workers' compensation premium is due no later than April 30, 2024.

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28

⁴ The Debtor must fund its payroll by 2:00 p.m. Wednesday, May 1, 2024 in order for its employees
to be paid by Friday, May 3, 2024.

1 **III. ARGUMENT**

2 The Debtor's use of property of the estate is governed by Section 363 of the Bankruptcy
3 Code. Section 363(c)(1) provides in pertinent part:

4 If the business of the debtor is authorized to be operated under
5 section ... 1108 ... of this title and unless the court orders otherwise,
6 the trustee may enter into transactions, including the sale or lease of
7 property of the estate, in the ordinary course of business, without
notice or a hearing, and may use property of the estate in the
ordinary course of business without notice or a hearing.

8 11 U.S.C. § 363(c)(1). A debtor in possession has all of the rights and powers of a trustee with
9 respect to property of the estate, including the right to use property of the estate in compliance with
10 Section 363. *See* 11 U.S.C. § 1107(a).

11 "Cash collateral" is defined as "cash, negotiable instruments, documents of title, securities,
12 deposit accounts or other cash equivalents in which the estate and an entity other than the estate have
13 an interest. . . ." 11 U.S.C. § 363(a). Section 363(c)(2) establishes a special requirement with
14 respect to "cash collateral," providing that the trustee or debtor in possession may use "cash
15 collateral" under subsection (c)(1) if:

16 (A) each entity that has an interest in such cash collateral consents; or

17 (B) the court, after notice and a hearing, authorizes such use, sale or lease in
18 accordance with the provisions of this section.

19 *See* 11 U.S.C. § 363(c)(2)(A) and (B).

20 Further, upon the request of an entity that has an interest in property proposed to be used by
21 the Debtor, the Court shall prohibit or condition such use "as is necessary to provide adequate
22 protection of such interest." 11 U.S.C. § 363(e).

23 **A. The Debtor Should Be Authorized To Use Cash Collateral To Operate, Maintain**
24 **And Preserve Its Business.**

25 It is well settled that it is appropriate for a chapter 11 debtor to use cash collateral for a
26 reasonable period of time for the purpose of maintaining and operating its property. 11 U.S.C.
27 § 363(c)(2)(B); *In re Sunnymead Shopping Center Co.*, 178 B.R. 809, 814 (9th Cir. BAP 1995)
28 ("*Sunnymead*"); *In re Oak Glen R-Vee*, 8 B.R. 213, 216 (Bankr. C.D. Cal. 1981) . In addition, where

1 the Debtor is operating a business, it is extremely important that the access to cash collateral be
2 allowed in order to facilitate the goal of reorganization: “the purpose of Chapter 11 is to rehabilitate
3 debtors and generally access to cash collateral is necessary to operate a business.” *In re Dynaco*
4 *Corporation*, 162 B.R. 389 (Bankr. D.N.H. 1993), *quoting In re Stein*, 19 B.R. 458, 459 (Bankr.
5 E.D. PA 1982). *See also, In re Delco Oil, Inc.*, 599 F.3d 1255, 1258 (11th Cir. 2010) (“a debtor
6 reorganizing his business has a compelling need to use cash collateral in order to meet its daily
7 operating expenses and rehabilitate its business”); *In re Prime, Inc.*, 15 B.R. 216, 219 (Bankr. W.D.
8 Mo. 1981)(“it is apparent that the Congress intended business under reorganization to proceed in as
9 normal a fashion as possible”).

10 The Debtor has only commenced its bankruptcy case because of the landlord’s notice to
11 vacate and the immediate harm to Industries’ business which will negatively affect Studios’
12 operations. The Debtor believes that it is in the overwhelming best interests of its estate, its
13 business, its employees, its vendors and its creditors to continue to operate and maintain its business
14 as a going concern. The Court should authorize the Debtor to use cash collateral to continue to
15 operate and maintain its business because the interests of the secured creditors are adequately
16 protected.

17 **B. The Secured Creditors Are Adequately Protected.**

18 To the extent that an entity has a valid security interest in the revenues generated by property,
19 those revenues constitute “cash collateral” under Section 363(a) of the Bankruptcy Code. Pursuant
20 to Section 363(c)(2), the Court may authorize the debtor to use a secured creditor’s cash collateral if
21 the secured creditor is adequately protected. *Sunnymead*, 178 B.R. at 814; *In re Mellor*, 734 F.2d
22 1396, 1400 (9th Cir. 1984). *See also In re O'Connor*, 808 F.2d 1393, 1398 (10th Cir. 1987); *In re*
23 *McCombs Properties VI, Ltd.*, 88 B.R. 261, 265 (Bankr. C.D. Cal. 1988) (“*McCombs*”).

24 Pursuant to the Supreme Court case of *United Savings Association v. Timbers of Inwood*
25 *Forest Associates*, 108 S. Ct. 626, 629 (1988) (“*Timbers*”) and subsequent case law, the property
26 interest that a debtor must adequately protect pursuant to Section 363(c)(1) and (2) of the
27 Bankruptcy Code is only the value of the lien that secures the creditor’s claim. 108 S. Ct. at 630.
28 *See also McCombs, Id.*, at 266. Section 506(a) “limit[s] the secured status of a creditor (i.e., the

1 secured creditor's claim) to the lesser of the [allowed amount of the] claim or the value of the
2 collateral." *McCombs, Id.*, at 266. *See also, In re Ernst Home Center, Inc.*, 209 B.R. 955 (Bankr.
3 W.D. Wash. 1997) (adequate protection is not meant to be a guarantee that a creditor will be paid in
4 full ... the court must determine whether the creditor's interests are protected as nearly as possible
5 against the possible risks to that interest).

6 **1. The Lender is Adequately Protected By its Equity Cushion.**

7 As set forth above, the Lender is oversecured. The Debtor is indebted to the Lender for \$2
8 million. The Debtor's assets are valued conservatively at \$7 million, which makes the Lender
9 oversecured by approximately \$5 million (or an equity cushion of approximately 350%). The
10 Lender is also secured by a personal guaranty from the Debtor's sole shareholder, Bernard Brucha.
11 To the best of the Debtor's knowledge, the Debtor does not have any other creditor that has an
12 interest in its cash collateral.

13 It is well established that the existence of an equity cushion alone can constitute adequate
14 protection to a secured creditor when a debtor seeks to use cash collateral. *In re Mellor*, 734 F.2d
15 1396 (9th Cir. 1984) (equity cushion is the classic form of protection for a secured debt justifying the
16 restraint of lien enforcement by a bankruptcy court ... "it has been held that the existence of an
17 equity cushion, standing alone, can provide adequate protection"). In *Mellor*, the Ninth Circuit held
18 that a 20% equity cushion constituted adequate protection as a matter of law. *In re Mellor*, 734 F.2d
19 at 1404.

20 **2. The Lender is Adequately Protected By The Continued Operations Of**
21 **The Debtor's Business.**

22 In this case, the Lender is also adequately protected by replacement liens and by the
23 continued operation of the Debtor's business. The preservation of the value of a secured creditor's
24 lien is sufficient to provide adequate protection to a secured creditor when a debtor seeks to use cash
25 collateral. *In re Triplett*, 87 B.R. 25 (Bankr. W.D. Tex. 1988). *See also In re Las Vegas Monorail*
26 *Co.*, 429 B.R. 317, 341 (Bankr. D. Nev. 2010) (recognizing that other courts "have found that a
27 debtor's use of cash collateral to maintain properties from which rents are being generated is a
28 sufficient form of adequate protection); *In re Stein*, 19 B.R. 458 (Bankr. E.D. Pa. 1982). In *Stein*,

1 the Court found that, as a general rule, a debtor may use cash collateral where such use would
2 enhance or preserve the value of the collateral, and allowed the debtor therein to use cash collateral
3 even though the secured party had no equity cushion for protection. The *Stein* Court determined that
4 the use of cash collateral was necessary to the continued operations of the debtor, and that the
5 creditor's secured position could only be enhanced by the continued operation of the debtor's
6 business. *See also In re McCombs, supra*, where the court determined that the debtor's use of cash
7 collateral for needed repairs, renovations and operating expenses eliminated the risk of diminution in
8 the creditor's interest in the cash collateral and such use would more likely increase cash collateral.

9 The Debtor believes that with its continued business operations, there will not be a diminution
10 in the value of its business. In the case of *Matter of Pursuit Athletic Footwear, Inc.*, 193 B.R. 713,
11 716 (Bankr. D. Del. 1996), the Court, accepting the debtor's argument that no additional adequate
12 protection payments need be made, held as follows:

13 if there is no actual diminution in the value of [the] collateral
14 through the date of the hearing, and [Debtor] can operate profitably
15 post-petition, [creditor] is adequately protected for the use of its cash
16 collateral. 11 U.S.C. Section 361; *In re Newark Airport/Hotel Ltd.*
17 *Partnership*, 156 B.R. 444, 450 (Bankr. D.N.J. 1993); *In re Dynaco*,
18 162 B.R. 389, 394-5 (Bankr. D.N.H. 1993); *In re Immenhausen*
19 *Corp.*, 164 B.R. 347, 352 (Bankr. M.D. Fla. 1994).

20 The only way for the Debtor to maximize its going concern value and prevent diminution in the value
21 of its business is for the Debtor to continue to operate its business seamlessly.

22 **3. The Lender is Adequately Protected By Replacement Liens Against The** 23 **Debtor's Assets.**

24 Finally, and in order to provide the Lender with further adequate protection for the Debtor's
25 use of cash collateral, the Debtor proposes to provide the Lender with replacements lien against the
26 Debtor's post-petition assets with the same validity, priority, and scope as the Lender had with its
27 lien(s) against the Debtor's prepetition assets.

28 ///

///

///

1 **IV. CONCLUSION**

2 **WHEREFORE**, the Debtor respectfully requests that this Court enter an order granting the
3 Motion in its entirety and:

4 1. Authorizing the Debtor to use cash collateral to pay all of the expenses set forth in the
5 Budget;

6 2. Granting the Lender as adequate protection of its prepetition collateral and cash
7 collateral, replacement liens upon all postpetition assets of the Debtor's estate (except any
8 "Avoidance Actions" arising under sections 544, 545, 546, 547, 548, 549, 550 or any similar
9 provisions of the Bankruptcy Code) to the same extent, validity and priority as its liens upon the
10 Debtor's prepetition assets;

11 3. Authorizing and directing the applicable banks and other financial institutions to
12 receive, process, honor and pay all checks presented for payment and to honor all electronic payment
13 request made by the Debtor relating to its May 3, 2024 payroll (and to any other post-petition
14 transaction);

15 4. Scheduling a final hearing on this Motion; and

16 5. Granting such other and further relief as the Court deems just and proper under the
17 circumstances.

18 DATED: April 25, 2024

BG Law LLP

19
20 By: /s/ Susan K. Seflin
21 Susan K. Seflin
22 Proposed Attorneys for Debtor
23 and Debtor in Possession
24
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MASHstudios Cash Flow									
	4/29/2024	5/6/2024	5/13/2024	5/20/2024	5/27/2024	6/3/2024	6/10/2024	6/17/2024	6/24/2024
Cash Balance, Beginning	71,162	51,840	52,438	37,882	83,624	107,521	93,745	139,767	152,875
Receipts									
Customer Payments	60,243	19,420	54,397	111,312	75,078	51,087	115,110	107,627	124,262
Total Receipts	60,243	19,420	54,397	111,312	75,078	51,087	115,110	107,627	124,262
Total Cash Available	131,405	71,260	106,835	149,194	158,702	158,608	208,855	247,394	277,137
Non Insider Payroll and ER Taxes	22,463		22,643			22,643		22,643	
Insider Payroll and ER Taxes	6,265		6,265			6,265		6,265	
ER 401K	381		381			381		381	
Payroll Fees	452		452			452		452	
Sales Tax Payment Plan MASHstudios		5,318				5,318			
Sales Tax Q1 2024 LAXseries	1,544								
Workers Compensation renewal annual premium	5,693								
SBA Loan	9,842				9,842				
O/H Health Benefits			7,125				7,125		
O/H Corporate & General Liability Insurance			2,507				2,507		
O/H IT Services/Servers/Security/Data				3,051				3,051	
O/H Software/Licenses/NetSuite/Other				5,000				5,000	
O/H Google Ad Spend LAXseries	500	500	500	500	500	500	500	500	500
O/H Computers/Dell	952				952				
O/H Bill.com					998				
O/H Cellular Phones	350		350		350			350	
O/H Licenses and Fees		350				350			
O/H Office Supply/Expense/Postage	150		150			150		150	
O/H Equipment Rental/Copier			238					238	
O/H Priority One/Shipping		2,500				2,500			
O/H Shopify Fees			350					350	
D/E Design Supplies	250	250	250	250	250	250	250	250	250
D/E Vendor Payments on project % complete 51%	51% 30,724	9,904	27,742	56,769	38,290	26,054	58,706	54,890	63,374
Total Disbursement	79,565	18,822	68,953	65,570	51,182	64,862	69,088	94,519	64,124
Cash Balance, ending	51,840	52,438	37,882	83,624	107,521	93,745	139,767	152,875	213,014
	51,840	52,438	37,882	83,624	107,521	93,745	139,767	152,875	213,014

1 DAVID M. POITRAS – Bar No. 141309
SUSAN K. SEFLIN - Bar No. 213865
2 JESSICA S. WELLINGTON - Bar No. 324477
BG LAW LLP
3 21650 Oxnard Street, Suite 500
Woodland Hills, CA 91367
4 Telephone: (818) 827-9000
Facsimile: (818) 827-9099
5 Email: dpoitras@bg.law
sseflin@bg.law
6 jwellington@bg.law

7 Proposed Attorneys for Chapter 11 Debtor and
Debtor in Possession

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **SANTA ANA DIVISION**

11 In re
12 Mash Studios, Inc.,
13

Case No. 8:24-bk-11048-TA

Chapter 11

**INTERIM ORDER AUTHORIZING DEBTOR
TO USE CASH COLLATERAL ON AN
INTERIM BASIS PENDING A FINAL
HEARING, GRANTING REPLACEMENT
LIENS AND SETTING A FINAL HEARING**

Original Hearing:

Date: April 26, 2024

Time: 11:30 a.m.

Continued Hearing:

Date:

Time:

Place:

On April 26, 2024 at 11:30 a.m., an interim hearing (the “Interim Hearing”) was held before the Honorable Theodor C. Albert, Chief United States Bankruptcy Judge for the Central District of California, for the Court to consider the *Emergency Motion For Authority to: (A) Use Cash Collateral on an Interim Basis Pending a Final Hearing; (B) Grant Replacement Liens; and (C) Set Final Hearing* [Doc. No. ___] (the “Motion”) filed by Mash Studios, Inc., the chapter 11 debtor and debtor in possession herein (the “Debtor”). Appearances were made as noted on the record.

By the Motion, the Debtor sought the following: (1) authorization to use cash collateral on an interim basis, (2) the granting to the U.S. Small Business Administration (“SBA”), as adequate protection of its prepetition collateral and cash collateral, replacement liens upon all postpetition assets of the Debtor’s estate (except any “Avoidance Actions” arising under sections 544, 545, 546, 547, 548, 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority as their respective liens upon the Debtor’s prepetition assets, and (3) the setting of a final hearing on the relief requested in the Motion.

The Court, having reviewed and considered the Motion and all pleadings and papers filed in support thereof, having heard and considered the arguments of counsel made at the hearing, having found that notice of the Motion was adequate and appropriate under the circumstances, having set forth the Court’s findings of fact and conclusions of law on the record, and finding good cause appearing therefor,

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Motion is granted on an interim basis to the extent set forth in this Order.
2. Cash Collateral: The Debtor is authorized to use cash collateral on an interim basis to pay all of the expenses set forth in the Budget attached as Exhibit A to the declaration of Lisa Boardman [Doc. No. ___] filed in support of the Motion.
3. The Debtor is authorized to deviate from the total expenses contained in the projections by no more than 15% on a cumulative basis and to deviate by category (provided the Debtor does not pay any expenses outside of any approved categories) without the need for further Court order.
4. The SBA is hereby granted replacement liens upon all postpetition assets of the

1 Debtor's estate (except any "Avoidance Actions" arising under sections 544, 545, 546, 547, 548,
2 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority
3 as their respective liens upon the Debtor's prepetition assets, as adequate protection of its prepetition
4 collateral and cash collateral.

5 5. All applicable banks and other financial institutions are authorized and directed to
6 receive, process, honor and pay all checks presented for payment and to honor all electronic payment
7 requests made by the Debtor relating to its May 3, 2024 payroll (and to any other post-petition
8 transaction).

9 6. A continued hearing on the Motion will be held on ____ at ____.

10 7. The Debtor shall provide notice of the continued hearing on the Motion upon the top
11 twenty (20) general unsecured creditors, all secured creditors, the Office of the United States Trustee
12 and those parties who have requested special notice.

13 **IT IS SO ORDERED.**

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First Corporate
s o l u t i o n s

SERVICE REPORT

dang.nguyen@ficoso.com | +19163138978

BG Law LLP
21650 Oxnard Street Suite 500
Woodland Hills CA
US 91367-4911
Attn:Mela Zepeda

Date: April 23, 2024
FCS Order Number: ORD-2290041-V1B3C4
Client Reference: 6091.001 and 6092.001:
Mash

SERVICE

Type of Service: State - UCC, Federal and State Tax Liens, and Judgments Search
Jurisdiction/Filing Office: Secretary of State or Equivalent, California, United States of America

Order Specifics:
Effective Index Date: 4/12/2024

RESULTS

Name: Mash Studios, Inc.

Type	Date	Document No.	Notes
See attached listing with copies	--	--	See attached similar name report

We guarantee our information to be as accurate as reasonable care can make it; however, the ultimate responsibility for maintaining files rests with the filing officer, and we accept no liability beyond the exercise of reasonable care. No guarantee is given, nor liability assumed with respect to the identity of any party named or referred to above with respect to the validity, legal effect or priority of any matter shown herein. In no event shall FIRST CORPORATE SOLUTIONS' liability exceed the fee amount.



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SEARCH REPORT

914 S Street, Sacramento, CA 95811
P: 800.406.1577 | F: 800.230.2217

UCC Search Report

Type of Search	UCCs, Federal Tax Liens, State Tax Liens, and Judgments
Jurisdiction/Filing Office	State of California, Secretary of State Uniform Commercial Code Division
Estimated Currency Date	Apr. 12, 2024
Last File Date	Apr 14 2024
Subject Search Name	Mash Studios, Inc.
Search Key Entered	MAS*STU

Results

Based on a search of the indices of the Uniform Commercial Code Division of the Secretary of State of California, there are no active liens of record other than those set out below. Liens reflected in this report were based on the searcher's individual search parameters, the search key entered, as well as the searcher's choice of the liens ultimately included or excluded herein. Certification can only be obtained through the office of the California Secretary of State.

1. UCC

Document No.	20137373487861	Lapses 8/12/2028
Filed	8/12/2013	
Debtor	MASH STUDIOS, INC. 12705 VENICE BOULEVARD LOS ANGELES CA 90066	
Secured Party	COMMUNITY BANK 1750 S. STATE COLLEGE BLVD. ANAHEIM CA 92806	
Amendment Type	Amendment	
File No.	201675531628	
Filed	10/27/2016 3:52:58 PM	
Amendment Type	Continuation	
File No.	201876543544	
Filed	6/15/2018 1:45:04 AM	
Amendment Type	Continuation	
File No.	U230018045520	
Filed	3/15/2023 7:49:23 PM	

2. UCC

Document No.	20137375706504	Lapsed 8/29/2023
Filed	8/29/2013	
Debtor	MASH STUDIOS, INC. 12705 VENICE BLVD LOS ANGELES CA 90066	

Exhibit C_002

Secured Party COMMUNITY BANK
790 E. COLORADO BLVD., 3RD FLOOR
PASADENA CA 91101

Amendment Type Amendment
File No. 201675531637
Filed 10/27/2016 4:01:22 PM

Amendment Type Continuation
File No. 201876590999
Filed 7/15/2018 1:36:54 AM

Amendment Type Termination
File No. U200008208928
Filed 8/3/2020 5:29:11 PM

3. UCC

Document No. 20137375707252 Lapses 8/29/2028
Filed 8/29/2013

Debtor MASH STUDIOS, INC.
12705 VENICE BLVD
LOS ANGELES CA 90066

Secured Party COMMUNITY BANK
790 E. COLORADO BLVD., 3RD FLOOR
PASADENA CA 91101

Amendment Type Continuation
File No. 201876590995
Filed 7/15/2018 1:36:52 AM

Amendment Type Continuation
File No. U230022860928
Filed 4/1/2023 7:51:50 PM

4. Notice of State Tax Lien

Document No. 20197754605802 Lapses 12/31/2029
Filed 12/31/2019

Debtor MASH STUDIOS
2611 EXPOSITION BLVD
LOS ANGELES CA 900184244

Debtor MASH STUDIOS INC
2611 EXPOSITION BLVD
LOS ANGELES CA 900184244

Secured Party EMPLOYMENT DEVELOPMENT DEPARTMENT
722 CAPITOL MALL
SACRAMENTO CA 95814

Amendment Type Termination
File No. 202077707353
Filed 3/31/2020 3:21:38 PM

5. UCC

Document No. 20207790546515 Lapses 6/13/2025
Filed 6/13/2020

Debtor MASHSTUDIOS
2611 EXPOSITION BLVD
LOS ANGELES CA 90018

Secured Party U.S. SMALL BUSINESS ADMINISTRATION
10737 GATEWAY WEST, #300
EL PASO TX 79935

We assume no liability with respect to the identity of any party named or referred to in this report, nor with respect to the validity, legal effect or priority of any matter shown herein; nor, due to our inability to independently verify the accuracy of this data as provided by government and other sources, do we make any guaranty or representation as to its accuracy.

----- END OF REPORT -----

Report Parameters

Main Document Page 24 of 45

The UCC Revised Article 9 Model Administrative Rules (MARS) provide state filing offices with a set of guidelines for producing a legally compliant UCC lien search report. The search tool used to create this search report was designed to satisfy the requirements under MARS while providing the searcher with increased flexibility.

Flexible search logic generates a more inclusive search report and addresses the inconsistencies in searches performed within states that did not effectively adopt the MARS guidelines. Further, these specially designed broad-based searching features aid in the location of involuntary liens such as Federal and State Tax Liens and Judgment Liens and liens that may not be located in state databases limited to the MARS guidelines for the reporting of UCCs.



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SEARCH REPORT

914 S Street, Sacramento, CA 95811
P: 800.406.1577 | F: 800.230.2217

California Similar Name Report

Subject Search Name Mash Studios, Inc.
Truncated Search Name MAS*STU
Estimated Currency Date April 12, 2024
Last File Date Apr 14 2024

Contains all debtor names not included on the final results report.

Filing #	Debtor Name	Address	City	State	Zip	Type
20137356651926	MASHED STUDIOS, INC	1140 EMPIRE CENTRAL DR STE 470	DALLAS	TX	75247	STL
20137369147980	MASHED STUDIOS, INC	1140 EMPIRE CENTRAL DR STE 470	DALLAS	TX	75247	STL
U220207642424	MASHED STUDIOS, INC	1140 EMPIRE CENTRAL DR STE 470	DALLAS	TX	752474337	STL

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Gisella Melendez 800-331-3282				
B. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA			DOCUMENT NUMBER: 38972470002 FILING NUMBER: 13-7373487861 FILING DATE: 08/12/2013 13:33 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY	
1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 1a. ORGANIZATION'S NAME MASH STUDIOS, INC. </div> <div style="width: 60%;"> 1b. INDIVIDUAL'S LAST NAME </div> </div>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 1c. MAILING ADDRESS 12705 VENICE BOULEVARD </div> <div style="width: 20%;"> CITY LOS ANGELES </div> <div style="width: 10%;"> STATE CA </div> <div style="width: 15%;"> POSTAL CODE 90066 </div> <div style="width: 15%;"> COUNTRY USA </div> </div>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> 1d. SEE INSTRUCTIONS </div> <div style="width: 20%;"> ADD'L DEBTOR INFO </div> <div style="width: 10%;"> 1e. TYPE OF ORGANIZATION Corporation </div> <div style="width: 10%;"> 1f. JURISDICTION OF ORGANIZATION CA </div> <div style="width: 30%;"> 1g. ORGANIZATIONAL ID#, if any C2736658 </div> </div>				
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 2a. ORGANIZATION'S NAME </div> <div style="width: 60%;"> 2b. INDIVIDUAL'S LAST NAME </div> </div>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 2c. MAILING ADDRESS </div> <div style="width: 20%;"> CITY </div> <div style="width: 10%;"> STATE </div> <div style="width: 15%;"> POSTAL CODE </div> <div style="width: 15%;"> COUNTRY </div> </div>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> 2d. SEE INSTRUCTIONS </div> <div style="width: 20%;"> ADD'L DEBTOR INFO </div> <div style="width: 10%;"> 2e. TYPE OF ORGANIZATION </div> <div style="width: 10%;"> 2f. JURISDICTION OF ORGANIZATION </div> <div style="width: 30%;"> 2g. ORGANIZATIONAL ID#, if any <div style="text-align: right;"><input type="checkbox"/> NONE</div> </div> </div>				
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 3a. ORGANIZATION'S NAME COMMUNITY BANK </div> <div style="width: 60%;"> 3b. INDIVIDUAL'S LAST NAME </div> </div>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 3c. MAILING ADDRESS 1750 S. STATE COLLEGE BLVD. </div> <div style="width: 20%;"> CITY ANAHEIM </div> <div style="width: 10%;"> STATE CA </div> <div style="width: 15%;"> POSTAL CODE 92806 </div> <div style="width: 15%;"> COUNTRY USA </div> </div>				
4. This FINANCING STATEMENT covers the following collateral: All Inventory, Chattel Paper, Accounts, Equipment, Instruments and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, attachments, accessories, tools, parts, supplies, replacements of and additions to any of the collateral described herein, whether added now or later; all products and produce of any of the property; all accounts, general intangibles, instruments, rents, monies, payments, and all other rights, arising out of a sale, lease, or other disposition of any of the property; all proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property, and sums due from a third party who has damaged or destroyed the collateral or from that party's insurer, whether due to judgment, settlement or other process; all records and data relating to any of the property, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media				
5. ALT DESIGNATION: <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING				
6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Attach Addendum [if applicable]			7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA CA-0-39353233-47689523				

FILING OFFICE COPY

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Gisella Melendez 800-331-3282				
B. E-MAIL CONTACT AT FILER (optional) 				
C. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA				
DOCUMENT NUMBER: 57869170002 FILING NUMBER: 16-75531628 FILING DATE: 10/27/2016 15:52 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY				
1a. INITIAL FINANCING STATEMENT FILE NUMBER 13-7373487861			1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Filer: <u>Attach</u> Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13	
2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement				
3. <input type="checkbox"/> ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9 For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8				
4. <input type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law				
5. <input type="checkbox"/> PARTY INFORMATION CHANGE: Check <u>one</u> of these two boxes: AND Check <u>one</u> of these three boxes to: This Change affects <input type="checkbox"/> Debtor <u>or</u> <input type="checkbox"/> Secured Party of record. <input type="checkbox"/> CHANGE name and/or address: Complete item 6a or 6b; <u>and</u> item 7a and 7b <u>and</u> item 7c <input type="checkbox"/> ADD name: Complete item 7a or 7b, <u>and</u> item 7c <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b				
6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only <u>one</u> name (6a or 6b)				
OR	6a. ORGANIZATION'S NAME			
	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only <u>one</u> name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)				
OR	7a. ORGANIZATION'S NAME			
	7b. INDIVIDUAL'S SURNAME			
	INDIVIDUAL'S FIRST PERSONAL NAME			
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX
7c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
8. <input checked="" type="checkbox"/> COLLATERAL CHANGE: <u>Also</u> check <u>one</u> of these four boxes: <input type="checkbox"/> ADD collateral <input type="checkbox"/> DELETE collateral <input checked="" type="checkbox"/> RESTATE covered collateral <input type="checkbox"/> ASSIGN collateral Indicate collateral: All Inventory, Chattel Paper, Accounts, Deposit Accounts, Equipment, Motor Vehicles, Instruments and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, attachments, accessories, tools, parts, supplies, replacements of and additions to any of the collateral described herein, whether added now or later; all products and produce of any of the property; all accounts, general intangibles, instruments, rents, monies, payments, and all other rights, arising out of a sale, lease, or other disposition of any of the property; all proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property, and sums due from a third party who has damaged or destroyed the collateral or from that party's insurer, whether due to judgment, settlement or other process; all records and data relating to any of the property, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of debtor's right, title, and interest in and to				
9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only <u>one</u> name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here <input type="checkbox"/> and provide name of authorizing Debtor				
OR	a. ORGANIZATION'S NAME COMMUNITY BANK			
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
10. OPTIONAL FILER REFERENCE DATA: CA-0-56262112-52340563				

UCC FINANCING STATEMENT AMENDMENT ADDENDUM**FOLLOW INSTRUCTIONS**

11. INITIAL FINANCING STATEMENT FILE NUMBER: Same as item 1a on Amendment form 13-7373487861				
12. NAME OF PARTY AUTHORIZING THIS AMENDMENT: Same as item 9 on Amendment form				
OR	12a. ORGANIZATION'S NAME COMMUNITY BANK			
	12b. INDIVIDUAL'S SURNAME			
	FIRST PERSONAL NAME			
	ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX
13. Name of DEBTOR on related financing statement (Name of a current Debtor of record required for indexing purposes only in some filing offices - see instruction item 13); Provide only <u>one</u> Debtor name (13a or 13b)(use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); see instructions if name does not fit				
OR	a. ORGANIZATION'S NAME			
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
14. ADDITIONAL SPACE FOR ITEM 8 (Collateral); all computer software required to utilize, create, maintain, and process any such records or data on electronic media				
15. This FINANCING STATEMENT AMENDMENT: <input type="checkbox"/> covers timber to be cut <input type="checkbox"/> covers as-extracted collateral <input type="checkbox"/> is filed as a fixture filing			17. Description of real estate:	
16. Name and address of RECORD OWNER of real estate described in item 17 (if Debtor does not have a record interest):				
18. MISCELLANEOUS:				

DOCUMENT NUMBER: 57869170002

**IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY**

FILING OFFICE COPY

Exhibit C_008

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Lien Solutions 800-331-3282				
B. E-MAIL CONTACT AT FILER (optional) _____				
C. SEND ACKNOWLEDGMENT TO: (Name and Address) Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071 USA				
DOCUMENT NUMBER: 70939550002 FILING NUMBER: 18-76543544 FILING DATE: 06/15/2018 01:45 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY				
1a. INITIAL FINANCING STATEMENT FILE NUMBER 13-7373487861			1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Filer: <u>Attach</u> Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13	
2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement				
3. <input type="checkbox"/> ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9 For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8				
4. <input checked="" type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law				
5. <input type="checkbox"/> PARTY INFORMATION CHANGE: Check <u>one</u> of these two boxes: <u>AND</u> Check <u>one</u> of these three boxes to: This Change affects <input type="checkbox"/> Debtor <u>or</u> <input type="checkbox"/> Secured Party of record. <input type="checkbox"/> CHANGE name and/or address: Complete item 6a or 6b; <u>and</u> item 7a and 7b <u>and</u> item 7c <input type="checkbox"/> ADD name: Complete item 7a or 7b, <u>and</u> item 7c <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b				
6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only <u>one</u> name (6a or 6b)				
OR	6a. ORGANIZATION'S NAME			
	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only <u>one</u> name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)				
OR	7a. ORGANIZATION'S NAME			
	7b. INDIVIDUAL'S SURNAME			
	INDIVIDUAL'S FIRST PERSONAL NAME			
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX
7c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
		COUNTRY		
8. <input type="checkbox"/> COLLATERAL CHANGE: <u>Also</u> check <u>one</u> of these four boxes: <input type="checkbox"/> ADD collateral <input type="checkbox"/> DELETE collateral <input type="checkbox"/> RESTATE covered collateral <input type="checkbox"/> ASSIGN collateral Indicate collateral:				
9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only <u>one</u> name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here <input type="checkbox"/> and provide name of authorizing Debtor				
OR	a. ORGANIZATION'S NAME COMMUNITY BANK			
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
10. OPTIONAL FILER REFERENCE DATA: CA-0-64558580-55351255- Debtor: MASH STUDIOS, INC.				

FILING OFFICE COPY

Exhibit C_009



STATE OF CALIFORNIA
Office of the Secretary of State
**UCC FINANCING STATEMENT AMENDMENT (UCC
3)**
California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 653-3516

For Office Use Only

-FILED-

File No.: U230018045520

Date Filed: 3/15/2023

Submitter Information:

Contact Name	CORPORATION SERVICE COMPANY
Organization Name	CORPORATION SERVICE COMPANY
Phone Number	18008585294
Email Address	SPRFiling@cscglobal.com
Address	801 ADLAI STEVENSON DR SPRINGFIELD, IL 62703

Amendment Action Information:

Initial Financing Statement File Number	137373487861
Date Filed	08/12/2013
Amendment Action	Continuation

Name of Secured Party of Record Authorizing This Amendment:

☐ If this Amendment is authorized by a Debtor, check this box and select the name of the Authorizing Debtor below.

Authorizing Secured Party Name	COMMUNITY BANK
--------------------------------	----------------

Optional Filer Reference Information:

2515 28774

B1592-4844 03/15/2023 7:50 PM Received by California Secretary of State

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Gisella Melendez 800-331-3282				
B. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA			DOCUMENT NUMBER: 39217000002 FILING NUMBER: 13-7375706504 FILING DATE: 08/29/2013 11:12 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY	
1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 1a. ORGANIZATION'S NAME MASH STUDIOS, INC. </div> <div style="width: 60%;"> 1b. INDIVIDUAL'S LAST NAME </div> </div>				
1c. MAILING ADDRESS 12705 Venice Blvd		CITY Los Angeles		STATE CA
1d. SEE INSTRUCTIONS		1e. TYPE OF ORGANIZATION Corporation		1f. JURISDICTION OF ORGANIZATION CA
ADD'L DEBTOR INFO		1g. ORGANIZATIONAL ID#, if any 02736658 <input type="checkbox"/> NONE		
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 2a. ORGANIZATION'S NAME </div> <div style="width: 60%;"> 2b. INDIVIDUAL'S LAST NAME </div> </div>				
2c. MAILING ADDRESS		CITY		STATE
2d. SEE INSTRUCTIONS		2e. TYPE OF ORGANIZATION		2f. JURISDICTION OF ORGANIZATION
ADD'L DEBTOR INFO		2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> NONE		
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 3a. ORGANIZATION'S NAME Community Bank </div> <div style="width: 60%;"> 3b. INDIVIDUAL'S LAST NAME </div> </div>				
3c. MAILING ADDRESS 790 E. Colorado Blvd., 3rd Floor		CITY Pasadena		STATE CA
POSTAL CODE 91101		COUNTRY USA		
4. This FINANCING STATEMENT covers the following collateral: All Inventory, Chattel Paper, Accounts, Equipment, Instruments and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, attachments, accessories, tools, parts, supplies, replacements of and additions to any of the collateral described herein, whether added now or later; all products and produce of any of the property; all accounts, general intangibles, instruments, rents, monies, payments, and all other rights, arising out of a sale, lease, or other disposition of any of the property; all proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property, and sums due from a third party who has damaged or destroyed the collateral or from that party's insurer, whether due to judgment, settlement or other process; all records and data relating to any of the property, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.				
5. ALT DESIGNATION: <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING				
6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Attach Addendum [if applicable]			7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) <input type="checkbox"/> [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA CA-0-39604318-47736423				

FILING OFFICE COPY

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Gisella Melendez 800-331-3282					DOCUMENT NUMBER: 57869260002 FILING NUMBER: 16-75531637 FILING DATE: 10/27/2016 16:01 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY				
B. E-MAIL CONTACT AT FILER (optional) 									
C. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA									
1a. INITIAL FINANCING STATEMENT FILE NUMBER 13-7375706504					1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Filer: <u>Attach</u> Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13				
2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement									
3. <input type="checkbox"/> ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9 For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8									
4. <input type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law									
5. <input type="checkbox"/> PARTY INFORMATION CHANGE: Check <u>one</u> of these two boxes: <input type="checkbox"/> Debtor <u>or</u> <input type="checkbox"/> Secured Party of record. AND Check <u>one</u> of these three boxes to: <div style="display: flex; justify-content: space-between; font-size: small;"> <input type="checkbox"/> CHANGE name and/or address: Complete item 6a or 6b; <u>and</u> item 7a and 7b <u>and</u> item 7c <input type="checkbox"/> ADD name: Complete item 7a or 7b, <u>and</u> item 7c <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b </div>									
6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only <u>one</u> name (6a or 6b)									
OR	6a. ORGANIZATION'S NAME								
	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME			ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX		
7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only <u>one</u> name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)									
OR	7a. ORGANIZATION'S NAME								
	7b. INDIVIDUAL'S SURNAME								
	INDIVIDUAL'S FIRST PERSONAL NAME								
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)								SUFFIX
7c. MAILING ADDRESS				CITY		STATE	POSTAL CODE		COUNTRY
8. <input checked="" type="checkbox"/> COLLATERAL CHANGE: <u>Also</u> check <u>one</u> of these four boxes: <input type="checkbox"/> ADD collateral <input type="checkbox"/> DELETE collateral <input checked="" type="checkbox"/> RESTATE covered collateral <input type="checkbox"/> ASSIGN collateral Indicate collateral: All Inventory, Chattel Paper, Accounts, Deposit Accounts, Equipment, Motor Vehicles, Instruments and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, attachments, accessories, tools, parts, supplies, replacements of and additions to any of the collateral described herein, whether added now or later; all products and produce of any of the property; all accounts, general intangibles, instruments, rents, monies, payments, and all other rights, arising out of a sale, lease, or other disposition of any of the property; all proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property; and sums due from a third party who has damaged or destroyed the collateral or from that party's insurer, whether due to judgment, settlement or other process; all records and data relating to any of the property, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of debtor's right, title, and interest in and to									
9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only <u>one</u> name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here <input type="checkbox"/> and provide name of authorizing Debtor									
OR	a. ORGANIZATION'S NAME Community Bank								
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME			ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX		
10. OPTIONAL FILER REFERENCE DATA: CA-0-56262268-52340604									

UCC FINANCING STATEMENT AMENDMENT ADDENDUM**FOLLOW INSTRUCTIONS**

11. INITIAL FINANCING STATEMENT FILE NUMBER: Same as item 1a on Amendment form 13-7375706504				
12. NAME OF PARTY AUTHORIZING THIS AMENDMENT: Same as item 9 on Amendment form				
OR	12a. ORGANIZATION'S NAME Community Bank			
	12b. INDIVIDUAL'S SURNAME			
	FIRST PERSONAL NAME			
	ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX
13. Name of DEBTOR on related financing statement (Name of a current Debtor of record required for indexing purposes only in some filing offices - see instruction item 13); Provide only <u>one</u> Debtor name (13a or 13b)(use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); see instructions if name does not fit				
OR	a. ORGANIZATION'S NAME			
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
14. ADDITIONAL SPACE FOR ITEM 8 (Collateral); all computer software required to utilize, create, maintain, and process any such records or data on electronic media				
15. This FINANCING STATEMENT AMENDMENT: <input type="checkbox"/> covers timber to be cut <input type="checkbox"/> covers as-extracted collateral <input type="checkbox"/> is filed as a fixture filing			17. Description of real estate:	
16. Name and address of RECORD OWNER of real estate described in item 17 (if Debtor does not have a record interest):				
18. MISCELLANEOUS:				

DOCUMENT NUMBER: 57869260002

IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY

FILING OFFICE COPY

Exhibit C_013

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Lien Solutions 800-331-3282
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address) Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071 USA

DOCUMENT NUMBER: 71602880002
FILING NUMBER: 18-76590999
FILING DATE: 07/15/2018 01:36

**IMAGE GENERATED ELECTRONICALLY FOR XML FILING
 THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY**

1a. INITIAL FINANCING STATEMENT FILE NUMBER 13-7375706504	1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Filer: <u>Attach</u> Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13
---	--

2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement
--

3. <input type="checkbox"/> ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9 For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8
--

4. <input checked="" type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. <input type="checkbox"/> PARTY INFORMATION CHANGE: Check <u>one</u> of these two boxes: <input type="checkbox"/> Debtor <u>or</u> <input type="checkbox"/> Secured Party of record. AND Check <u>one</u> of these three boxes to: <input type="checkbox"/> CHANGE name and/or address: Complete item 6a or 6b; <u>and</u> item 7a and 7b <u>and</u> item 7c <input type="checkbox"/> ADD name: Complete item 7a or 7b, <u>and</u> item 7c <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b
--

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only <u>one</u> name (6a or 6b)

OR	6a. ORGANIZATION'S NAME			
	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only <u>one</u> name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)
--

OR	7a. ORGANIZATION'S NAME			
	7b. INDIVIDUAL'S SURNAME			
	INDIVIDUAL'S FIRST PERSONAL NAME			
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX		

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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8. <input type="checkbox"/> COLLATERAL CHANGE: <u>Also</u> check <u>one</u> of these four boxes: <input type="checkbox"/> ADD collateral <input type="checkbox"/> DELETE collateral <input type="checkbox"/> RESTATE covered collateral <input type="checkbox"/> ASSIGN collateral Indicate collateral:

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only <u>one</u> name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here <input type="checkbox"/> and provide name of authorizing Debtor
--

OR	a. ORGANIZATION'S NAME Community Bank			
	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

10. OPTIONAL FILER REFERENCE DATA: CA-0-65424522-55514579- Debtor: MASH STUDIOS, INC.

FILING OFFICE COPY

Exhibit C_014



STATE OF CALIFORNIA
Office of the Secretary of State, Alex Padilla
**UCC FINANCING STATEMENT AMENDMENT (UCC
3)**
California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 653-3516

For Office Use Only

-FILED-

File #: U200008208928

Date Filed: 8/3/2020

Submitter Information:

Contact Name	CORPORATION SERVICE COMPANY
Organization Name	CORPORATION SERVICE COMPANY
Phone Number	18008585294
Email Address	SPRFiling@cscglobal.com
Address	801 ADLAI STEVENSON DR SPRINGFIELD, IL 62703

Amendment Action Information:

Initial Financing Statement File Number	137375706504
Date Filed	08/29/2013
Amendment Action	Termination

Name of Secured Party of Record Authorizing This Amendment:

☐ If this Amendment is authorized by a Debtor, check this box and select the name of the Authorizing Debtor below.

Authorizing Secured Party Name	COMMUNITY BANK
--------------------------------	----------------

Optional Filer Reference Information:

471 - Loan Number Debtor:MASH STUDIOS, INC.-471 - LN # 16101510

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Gisella Melendez 800-331-3282				
B. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA			DOCUMENT NUMBER: 39217070002 FILING NUMBER: 13-7375707252 FILING DATE: 08/29/2013 11:22 IMAGE GENERATED ELECTRONICALLY FOR XML FILING THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY	
1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 1a. ORGANIZATION'S NAME Mash Studios, Inc. </div> <div style="width: 60%;"> 1b. INDIVIDUAL'S LAST NAME </div> </div>				
1c. MAILING ADDRESS 12705 Venice Blvd		CITY Los Angeles		STATE CA
1d. SEE INSTRUCTIONS		1e. TYPE OF ORGANIZATION Corporation		1f. JURISDICTION OF ORGANIZATION CA
ADD'L DEBTOR INFO		1g. ORGANIZATIONAL ID#, if any 02736658 <input type="checkbox"/> NONE		
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 2a. ORGANIZATION'S NAME </div> <div style="width: 60%;"> 2b. INDIVIDUAL'S LAST NAME </div> </div>				
2c. MAILING ADDRESS		CITY		STATE
2d. SEE INSTRUCTIONS		2e. TYPE OF ORGANIZATION		2f. JURISDICTION OF ORGANIZATION
ADD'L DEBTOR INFO		2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> NONE		
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)				
<div style="display: flex; justify-content: space-between;"> <div style="width: 40%;"> 3a. ORGANIZATION'S NAME Community Bank </div> <div style="width: 60%;"> 3b. INDIVIDUAL'S LAST NAME </div> </div>				
3c. MAILING ADDRESS 790 E. Colorado Blvd., 3rd Floor		CITY Pasadena		STATE CA
POSTAL CODE 91101		COUNTRY USA		
4. This FINANCING STATEMENT covers the following collateral: All Inventory, Chattel Paper, Accounts, Equipment, Instruments and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, attachments, accessories, tools, parts, supplies, replacements of and additions to any of the collateral described herein, whether added now or later; all products and produce of any of the property; all accounts, general intangibles, instruments, rents, monies, payments, and all other rights, arising out of a sale, lease, or other disposition of any of the property; all proceeds (including insurance proceeds) from the sale, destruction, loss, or other disposition of any of the property, and sums due from a third party who has damaged or destroyed the collateral or from that party's insurer, whether due to judgment, settlement or other process; all records and data relating to any of the property, whether in the form of a writing, photograph, microfilm, microfiche, or electronic media, together with all of debtor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.				
5. ALT DESIGNATION: <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING				
6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Attach Addendum [if applicable]			7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) <input type="checkbox"/> [ADDITIONAL FEE] <input type="checkbox"/> [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA CA-0-39604556-47736467				

FILING OFFICE COPY

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Lien Solutions 800-331-3282
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address) Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071 USA

DOCUMENT NUMBER: 71602830002
FILING NUMBER: 18-76590995
FILING DATE: 07/15/2018 01:36

**IMAGE GENERATED ELECTRONICALLY FOR XML FILING
 THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY**

1a. INITIAL FINANCING STATEMENT FILE NUMBER 13-7375707252	1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Filer: <u>Attach</u> Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13														
2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement															
3. <input type="checkbox"/> ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9 For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8															
4. <input checked="" type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law															
5. <input type="checkbox"/> PARTY INFORMATION CHANGE: Check <u>one</u> of these two boxes: <input type="checkbox"/> Debtor <u>or</u> <input type="checkbox"/> Secured Party of record. AND Check <u>one</u> of these three boxes to: <input type="checkbox"/> CHANGE name and/or address: Complete item 6a or 6b; <u>and</u> item 7a and 7b <u>and</u> item 7c <input type="checkbox"/> ADD name: Complete item 7a or 7b, <u>and</u> item 7c <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b															
6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only <u>one</u> name (6a or 6b)															
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 5%; text-align: center; vertical-align: middle;">OR</td> <td style="width: 40%; padding: 5px;"> 6a. ORGANIZATION'S NAME </td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 25%;"></td> </tr> <tr> <td></td> <td style="padding: 5px;"> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">6b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table> </td> <td></td> <td></td> <td></td> </tr> </table>		OR	6a. ORGANIZATION'S NAME					<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">6b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table>	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX			
OR	6a. ORGANIZATION'S NAME														
	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">6b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table>	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX										
6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX												
7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only <u>one</u> name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)															
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 5%; text-align: center; vertical-align: middle;">OR</td> <td style="width: 40%; padding: 5px;"> 7a. ORGANIZATION'S NAME </td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 25%;"></td> </tr> <tr> <td></td> <td style="padding: 5px;"> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">7b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">INDIVIDUAL'S FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table> </td> <td></td> <td></td> <td></td> </tr> </table>		OR	7a. ORGANIZATION'S NAME					<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">7b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">INDIVIDUAL'S FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table>	7b. INDIVIDUAL'S SURNAME	INDIVIDUAL'S FIRST PERSONAL NAME	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX			
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8. <input type="checkbox"/> COLLATERAL CHANGE: <u>Also</u> check <u>one</u> of these four boxes: <input type="checkbox"/> ADD collateral <input type="checkbox"/> DELETE collateral <input type="checkbox"/> RESTATE covered collateral <input type="checkbox"/> ASSIGN collateral Indicate collateral:															
9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only <u>one</u> name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here <input type="checkbox"/> and provide name of authorizing Debtor															
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 5%; text-align: center; vertical-align: middle;">OR</td> <td style="width: 40%; padding: 5px;"> a. ORGANIZATION'S NAME Community Bank </td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 25%;"></td> </tr> <tr> <td></td> <td style="padding: 5px;"> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table> </td> <td></td> <td></td> <td></td> </tr> </table>		OR	a. ORGANIZATION'S NAME Community Bank					<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%; border-bottom: 1px solid black;">b. INDIVIDUAL'S SURNAME</td> <td style="width: 20%; border-bottom: 1px solid black;">FIRST PERSONAL NAME</td> <td style="width: 20%; border-bottom: 1px solid black;">ADDITIONAL NAME(S)/INITIAL(S)</td> <td style="width: 20%; border-bottom: 1px solid black;">SUFFIX</td> </tr> </table>	b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX			
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10. OPTIONAL FILER REFERENCE DATA: CA-0-65424517-55514575- Debtor: Mash Studios, Inc.															

FILING OFFICE COPY

Exhibit C_017



STATE OF CALIFORNIA
Office of the Secretary of State
**UCC FINANCING STATEMENT AMENDMENT (UCC
3)**
California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 653-3516

For Office Use Only

-FILED-

File No.: U230022860928

Date Filed: 4/1/2023

Submitter Information:

Contact Name	CORPORATION SERVICE COMPANY
Organization Name	CORPORATION SERVICE COMPANY
Phone Number	18008585294
Email Address	SPRFiling@cscglobal.com
Address	801 ADLAI STEVENSON DR SPRINGFIELD, IL 62703

Amendment Action Information:

Initial Financing Statement File Number	137375707252
Date Filed	08/29/2013
Amendment Action	Continuation

Name of Secured Party of Record Authorizing This Amendment:

☐ If this Amendment is authorized by a Debtor, check this box and select the name of the Authorizing Debtor below.

Authorizing Secured Party Name	COMMUNITY BANK
--------------------------------	----------------

Optional Filer Reference Information:

2525 24735

WHEN RECORDED MAIL TO:
STATE OF CALIFORNIA
EMPLOYMENT DEVELOPMENT DEPARTMENT
LIEN GROUP, MIC 92G
PO BOX 826880
SACRAMENTO, CA 94280-0001

DOCUMENT NUMBER: 84917270002
FILE NUMBER: 197754605802
FILE DATE: 12/31/2019 15:22
IMAGE GENERATED ELECTRONICALLY FOR XML FILING

NOTICE OF STATE TAX LIEN

(Filed pursuant to Section 7171 of the Government Code)

MASH STUDIOS INC
MASH STUDIOS
2611 EXPOSITION BLVD
LOS ANGELES CA 90018-4244

Secretary of State

Letter ID. L1756982112

Certificate No. G002170834

TAX PERIOD	TAX	PENALTY	INTEREST	TOTAL
01/01/2019 to 03/31/2019	\$3,346.16	\$1,191.06	\$246.18	\$4,783.40

Interest calculated through 12/30/2019

The Director of the Employment Development Department hereby certifies the above is liable to the State of California for amounts due and required to be paid as determined under the provisions of the California Unemployment Insurance Code, the Revenue and Taxation Code, or both.

THE AMOUNT OF DELINQUENCY ABOVE SET FORTH SHALL BE A LIEN UPON ALL REAL OR PERSONAL PROPERTY AND RIGHTS TO SUCH PROPERTY, INCLUDING ALL AFTER-ACQUIRED PROPERTY AND RIGHTS TO PROPERTY BELONGING TO THE ABOVE NAMED.

Date: **12/30/2019**
At Sacramento, California



The Director of the Employment Development Department has complied with all provisions of the California Unemployment Insurance Code in the computation and levy of the amount assessed and has caused this notice of lien to be issued by a duly authorized representative.

By

Authorized Representative

This agency has adopted the use of a facsimile signature as affixed above.

WHEN RECORDED MAIL TO:
STATE OF CALIFORNIA
Employment Development Department
LIEN GROUP, MIC 92G
PO BOX 826880
SACRAMENTO, CA 94280-0001

DOCUMENT NUMBER: 87574550002
FILE NUMBER: 2077707353
FILE DATE: 03/31/2020 15:21
IMAGE GENERATED ELECTRONICALLY FOR XML FILING

**RELEASE OF LIEN
IMPOSED UNDER A CERTIFICATE OR NOTICE OF STATE TAX LIEN**

CERTIFICATE NO. G002170834

LETTER ID. L2029738720

The Director of the Employment Development Department of the State of California hereby releases and certifies that there has been released all property from any lien imposed thereon by the filing and recording of that certain Certificate or Notice of Amount of tax, penalty, and interest due under Section 1703 of the California Unemployment Insurance Code or Section 7171 of the Government Code from:

**MASH STUDIOS INC
MASH STUDIOS**

In the amount of \$4,783.40 which was recorded on 12/31/2019
in volume/page 197754605802 of Official Records of the Secretary of State



THE DIRECTOR OF THE EMPLOYMENT
DEVELOPMENT DEPARTMENT OF THE
STATE OF CALIFORNIA HAS CAUSED
THIS RELEASE TO BE ISSUED BY THE
DULY AUTHORIZED REPRESENTATIVE.

Date: 03/30/2020

This document is produced on a laser printer.

By 

Authorized Representative

This agency has adopted the use of a
facsimile signature as affixed above.

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Corporation Service Company 800-858-5294
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address) CORPORATION SERVICE COMPANY 801 ADLAI STEVENSON DRIVE Springfield, IL 62703-4261 USA

DOCUMENT NUMBER: 90400410002
FILING NUMBER: 20-7790546515
FILING DATE: 06/13/2020 10:53

**IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY**

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

OR	1a. ORGANIZATION'S NAME MASHstudios				
	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
1c. MAILING ADDRESS 2611 Exposition Blvd		CITY Los Angeles	STATE CA	POSTAL CODE 90018	COUNTRY USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

OR	2a. ORGANIZATION'S NAME				
	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

OR	3a. ORGANIZATION'S NAME U.S. Small Business Administration				
	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
3c. MAILING ADDRESS 10737 Gateway West, #300		CITY El Paso	STATE TX	POSTAL CODE 79935	COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:

All tangible and intangible personal property, including, but not limited to: (a) inventory, (b) equipment, (c) instruments, including promissory notes (d) chattel paper, including tangible chattel paper and electronic chattel paper, (e) documents, (f) letter of credit rights, (g) accounts, including health-care insurance receivables and credit card receivables, (h) deposit accounts, (i) commercial tort claims, (j) general intangibles, including payment intangibles and software and (k) as-extracted collateral as such terms may from time to time be defined in the Uniform Commercial Code. The security interest Borrower grants includes all accessions, attachments, accessories, parts, supplies and replacements for the Collateral, all products, proceeds and collections thereof and all records and data relating thereto. EXEMPT Per California Government Code Section 6103 PLEASE EXPEDITE 838282 7800

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

[186507022]

FILING OFFICE COPY

Exhibit C_021

On April 26, 2024 at 11:30 a.m., an interim hearing (the “Interim Hearing”) was held before the Honorable Theodor C. Albert, Chief United States Bankruptcy Judge for the Central District of California, for the Court to consider the *Emergency Motion For Authority to: (A) Use Cash Collateral on an Interim Basis Pending a Final Hearing; (B) Grant Replacement Liens; and (C) Set Final Hearing* [Doc. No. __] (the “Motion”) filed by Mash Studios, Inc., the chapter 11 debtor and debtor in possession herein (the “Debtor”). Appearances were made as noted on the record.

By the Motion, the Debtor sought the following: (1) authorization to use cash collateral on an interim basis, (2) the granting to Community Bank, as adequate protection of its prepetition collateral and cash collateral, replacement liens upon all postpetition assets of the Debtor’s estate (except any “Avoidance Actions” arising under sections 544, 545, 546, 547, 548, 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority as their respective liens upon the Debtor’s prepetition assets, and (3) the setting of a final hearing on the relief requested in the Motion.

The Court, having reviewed and considered the Motion and all pleadings and papers filed in support thereof, having heard and considered the arguments of counsel made at the hearing, having found that notice of the Motion was adequate and appropriate under the circumstances, having set forth the Court’s findings of fact and conclusions of law on the record, and finding good cause appearing therefor,

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Motion is granted on an interim basis to the extent set forth in this Order.
2. Cash Collateral: The Debtor is authorized to use cash collateral on an interim basis to pay all of the expenses set forth in the Budget attached as Exhibit A to the declaration of Lisa Boardman [Doc. No. __] filed in support of the Motion.
3. The Debtor is authorized to deviate from the total expenses contained in the projections by no more than 15% on a cumulative basis and to deviate by category (provided the Debtor does not pay any expenses outside of any approved categories) without the need for further Court order.
4. Community Bank is hereby granted replacement liens upon all postpetition assets of the

1 Debtor's estate (except any "Avoidance Actions" arising under sections 544, 545, 546, 547, 548,
2 549, 550 or any similar provisions of the Bankruptcy Code) to the same extent, validity and priority
3 as their respective liens upon the Debtor's prepetition assets, as adequate protection of its prepetition
4 collateral and cash collateral.

5 5. All applicable banks and other financial institutions are authorized and directed to
6 receive, process, honor and pay all checks presented for payment and to honor all electronic payment
7 requests made by the Debtor relating to its May 3, 2024 payroll (and to any other post-petition
8 transaction).

9 6. A continued hearing on the Motion will be held on ____ at ____.

10 7. The Debtor shall provide notice of the continued hearing on the Motion upon the top
11 twenty (20) general unsecured creditors, all secured creditors, the Office of the United States Trustee
12 and those parties who have requested special notice.

13 **IT IS SO ORDERED.**

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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
21650 Oxnard Street, Suite 500, Woodland Hills, CA 91367.

A true and correct copy of the foregoing document entitled: **DEBTOR'S NOTICE OF EMERGENCY MOTION AND EMERGENCY MOTION FOR AUTHORITY TO: (A) USE CASH COLLATERAL ON AN INTERIM BASIS PENDING A FINAL HEARING; (B) GRANT REPLACEMENT LIENS; AND (C) SET FINAL HEARING; MEMORANDUM OF POINTS AND AUTHORITIES [11 U.S.C. § 363 AND FEDERAL RULE OF BANKRUPTCY PROCEDURE 4001]** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On **April 25, 2024**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- **Michael J Hauser** michael.hauser@usdoj.gov
- **Susan K Seflin** sseflin@bg.law
- **United States Trustee (SA)** ustpregion16.sa.ecf@usdoj.gov
- **Jessica Wellington** jwellington@bg.law, ecf@bg.law

☐ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL: On _____, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

****JUDGE'S COPY NOT REQUIRED IF LESS THAN 25 PAGES (GENERAL ORDER 23-01).**

☐ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on **April 25, 2024**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Served via email before 12:00 pm on the attached spreadsheet.

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

April 25, 2024
Date

Jessica Studley
Printed Name

/s/ Jessica Studley
Signature

Debtor Name	Creditor Name	Email Address
MASHindustries, Inc.	BSP VBP PROPCO LLC	jill.brown@cushwake.com
MASHindustries, Inc.	Next Level Installations LLC	marlene@americancabinetworks.com
MASHindustries, Inc.	GL Veneer Company, Inc.	roseg@glveneer.com
MASHindustries, Inc.	RRS Finishers Group, LLC	accounting@mashstudios.com
MASHindustries, Inc.	Tile Expo Inc	dh@tileexpoinc.com
MASHindustries, Inc.	Royal Plywood Company, Llc	invoicing@royalplywood.com
MASHindustries, Inc.	West Coast Laminating, Inc.	rtritz@ebbradley.com
MASHindustries, Inc.	National Marble & Architectural Stone, Inc	gpmarich@roadrunner.com
MASHindustries, Inc.	Forest Plywood - MI	kmendez@forestplywood.com
MASHindustries, Inc.	Frank Recruitment Group	accountsna@frankgroup.com
MASHindustries, Inc.	Ortiz Custom Upholstery, Inc	adilene@ortizupholstery.com
MASHindustries, Inc.	California Timberline Inc	greg@caltimberline.com
MASHindustries, Inc.	CPS/Garten Corporation	jenifer@cpsgarten.com
MASHindustries, Inc.	IDS Interior Detail Solution	kurtc@idsolut.com
MASH STUDIOS, Inc.	MASHVENTURES	mblemel@mashventures.net
MASH STUDIOS, Inc.	Great Openings	kasiala@metalworks1.com
MASH STUDIOS, Inc.	Fabcon, Inc.	accounting@fabcon.com
MASH STUDIOS, Inc.	Baresque USA LLC	cs@baresque.us
MASH STUDIOS, Inc.	Suddath Relocation Systems of Oregon LLC	jeannie.friedl@suddath.com
MASH STUDIOS, Inc.	Concentric Spaces	chris@concentricspaces.com
MASH STUDIOS, Inc.	Concentric Spaces	jrizzardi@cairncross.com
MASH STUDIOS, Inc.	GLC Millworks	julie@glcmillworks.com
MASH STUDIOS, Inc.	Forest Plywood Co.	mbarrass@forestplywood.com
MASH STUDIOS, Inc.	Big Red Machine Shop	steve@bigredmachineshop.com
MASH STUDIOS, Inc.	Nace Sheet Metal Corp	lily@nacesheetmetal.com
MASH STUDIOS, Inc.	ORACLE Netsuite	collectionsteam_us@oracle.com
MASH STUDIOS, Inc.	MI Concepts LLC	michelle@mi-concepts.com
MASH STUDIOS, Inc.	Contract Installations, Inc.	stevemajcherek@aol.com
MASH STUDIOS, Inc.	Wing Partners LLC	michael@wingpartners.com
MASH STUDIOS, Inc.	OT Logistics Freight Transportation	invoicing@ot-logisticsllc.com
MASH STUDIOS, Inc.	Oncore Pro	mschmitz@systechs.com
Both	BSP VBP PROPCO, LLC	ROdson@soollp.com
Both	Counsel for SBA	elan.levy@usdoj.gov